

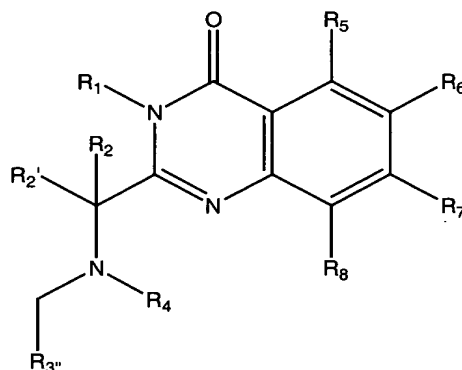
B¹

63. (New) A composition according to claim 31, wherein said composition further comprises a topoisomerase I inhibitor.

Please **replace** Claims 31 and 56, with the following **amended** claims that have the corresponding numbers.

B²

31. (Twice amended) A compound having the following structure:



wherein:

R₁ is chosen from hydrogen, alkyl, aryl, alkylaryl, heteroaryl, alkylheteroaryl, substituted alkyl, substituted aryl, substituted alkylaryl, substituted heteroaryl, and substituted alkylheteroaryl;

R₂ and R₂' are independently chosen from hydrogen, alkyl, oxaalkyl, aryl, alkylaryl, heteroaryl, alkylheteroaryl, substituted alkyl, substituted aryl, substituted alkylaryl, substituted heteroaryl, and substituted alkylheteroaryl; or R₂ and R₂' taken together form a 3- to 7-membered ring, provided that R₂ and R₂' are different;

R₃'' is chosen from alkyl, aryl, alkylaryl, heteroaryl, alkylheteroaryl, substituted alkyl, substituted aryl, substituted alkylaryl, substituted heteroaryl, and substituted alkylheteroaryl;

R₄ is chosen from lower alkyl; cyclohexyl; phenyl substituted with hydroxy, lower alkoxy or lower alkyl; benzyl; substituted benzyl; heterocyclyl; heteroarylmethyl; heteroarylethyl;

42

heteroarylpropyl and R_{16} -alkylene, wherein R_{16} is di(lower alkyl)amino, (lower alkyl)amino, amino, lower alkoxy, or N-heterocyclyl; and

R_5 , R_6 , R_7 and R_8 are independently chosen from hydrogen, alkyl, alkoxy, halogen, fluoroalkyl, nitro, dialkylamino, alkylsulfonyl, alkylsulfonamido, sulfonamidoalkyl, sulfonamidoaryl, alkylthio, carboxyalkyl, carboxamido, aminocarbonyl, aryl and heteroaryl.

43

56. (Twice Amended) A compound according to any of claims 31 or 53 to 55 wherein the carbon to which R_2 and R_2 are attached is of the R configuration.
